DESCRIPTION OF KATRINA LIFELINE RATE PLAN (S)

PLAN 1 – PREPAID LIFELINE RATE PLAN W/ PHONE FOR NEW CUSTOMERS

- 300 Anytime Minutes of Use (MOU)
 - One large geographic footprint, (see attached coverage map)
 - o Minutes can be used for toll-free call to continental US without additional charge
 - o Additional MOU beyond 300 minute allocation are \$.25 per minute
- Caller ID, Call Waiting and Three-Way Calling Included
- Text Messaging and Voicemail available for an additional charge
- Calling to Canada, Mexico and Puerto Rico available at an additional charge
- Customer will be provided a Kyocera KX424, Kyocera 3250 or similar handset for use with their 300 minutes. The customer will own the handset.

Restrictions:

- The phone cannot be used to call long distance to countries other than those listed above as available at an additional price.
- The phone will not be able to roam outside of the associated rate plan coverage area without the use of a credit card and incurring additional charges. (See attached pre-paid rate plans and maps.) The available rate plan will be determined by the location of the Alltel store at which the subscriber requests service.
- Unused minutes will expire on/or after 9/1/06¹

PLAN 2 – PREPAID PROMOTION FOR EXISTING CUSTOMERS WITH PHONES

- Approximately 520 Minutes of Use (MOU)
 - \$130 credit will be applied to existing subscribers account for minutes on a going forward basis after both certification and FEMA qualification documentation are provided.
 - o Alltel's pay as you go plans are priced at \$.25 per minute. \$130 credit translates to approximately 520 minutes of use.
 - o The \$130 credit can be applied to other prepaid plans as well.
- Same features and restriction as for Plan 1 above will apply.

PLAN 3 – POSTPAID LIFELINE PLAN FOR EXISTING CUSTOMERS WITH PHONES

¹ Due to number resource conservation concerns, Alltel cannot place the numbers associated with inactive accounts in active status in perpetuity. Alltel believes that a six month period beginning at the conclusion date of the program (minimum usage of 50 minutes per month for a six month period) is a more than adequate time frame for the subscribers to use their 300 minutes of air time or to be declared an inactive customer and have their number returned to Alltel's pool.

ALLTEL will provide a \$130 bill credit to subscriber's existing accounts for minutes on a going forward basis upon submission of both a certification and FEMA documentation. Depending on the subscribers rate plan, the \$130 bill credit will translate into as many as 1,000 minutes of use. Standard terms and conditions under Alltel's established service plans would continue to apply. Rate plan information and terms and conditions are attached. For existing subscribers to qualify for the Katrina Postpaid Lifeline Plan the subscriber's account must be no more than 30 days in arrears.

come and get your love."





Get an automatic one-minute credit for any call dropped on the Alltel network.



Change your rate plan whenever you need without extending your contract.



Get unlimited calls between your wireless and home phone on select plans.

See additional details on back



Federal, state and local taxes apply. In addition, Alltel charges a Regulatory Cost Recovery Fee (currently 56¢), a Telecom Connectivity Fee (currently 59¢), federal & state Universal Service Fund fees (both vary by customer usage), and a 911 fee of up to \$1.94 (where 911 service is available). These additional fees may not be taxes or governmentrequired charges and are subject to change. Automatic Minute Back: Automatic oneminute credit provided for any dropped voice call on the Alltel network beginning March 2005. Currently excludes Western Wireless. Not available on prepaid plans. No action is required by the customer to receive the credit. Total dropped calls will be reflected on the current month's billing statement. Dropped calls will not be credited when outside the Alltel network. Program may be discontinued at the discretion of Alltel. Anytime Plan Changes: Does not apply to certain business accounts. Plan changes may not become effective until beginning of your next billing cycle. Unlimited Calls Home: Unlimited Calls Home requires 2 or more lines of wireless service on the same bill. Primary line must be on a select rate plan \$49.99/month or higher that includes unlimited Mobile-to-Mobile minutes. Available to single line accounts for \$5/month. Calls must begin & end in your plan's calling area. Customer's wireless number & designated home number must be in the same geographic area. Plan Details: Usage outside of your calling plan/coverage area is subject to additional roaming, minute & long-distance charges. Nights are Mon-Thurs 9:00pm-5:59am. Weekends are Fri 9:00pm-Mon 5:59am. Mobile-to-Mobile Minutes apply to calls between Alltel wireless customers that begin & end in your plan's calling area. Call forwarding, 411 & voice mail calls excluded. \$9.99 Add Lines: Secondary lines available for \$9.99/month. 1 line must be a primary line of service on select rate plans \$59.99 and higher, with no more than 4 secondary lines at \$9.99/month. 2-year service agreement required for each line in conjunction with a phone promotion. \$20 Add Lines: Secondary lines available for \$20/month with activation of 2 lines of service on qualifying rate plans. 1 line must be a primary line of service, with no more than 4 secondary lines. 2-year service agreement required for each line in conjunction with a phone promotion. Messaging Packages: Airtime charges apply when customer sends or receives a picture or video message. Messages will be saved & delivery attempted for up to three (3) days. Alltel does not guarantee message accuracy, completeness or delivery. Messages are neither monitored nor controlled for content, except for direct communication from Alltel. Your bill will show a summary count of messages received & sent. Only those messages confirmed to be sent or received will be applied to your bill. Messaging detail is currently not available. Text messages are limited to 160 characters per message. Axcess Services: Axcess features only available for use in Alltel digital wireless & roaming partner markets. Ringtone storage varies by phone. Deleted ringtones must be downloaded again for re-use, resulting in an additional charge. By downloading Axcess Apps, customer agrees to the BREW End User License Agreement at alltel.com/axcess. For download questions or problems, call Alltel Customer Service at 1-866-alltel7. Extended Night Minutes: Extended Night Minutes available to new and existing customers on select plans \$39.99 and higher. Any secondary line is eligible but requires an additional \$7/month fee. ProductGuard Plus/PlatinumGuard Plus: The insurance component of ProductGuard or PlatinumGuard products will be underwritten by the Insurance Corporation of Hannover. Asurion Insurance Services, Inc. is the agent and provides claims servicing under these programs. The provider of the coverage for malfunction is Asurion Warranty Services, Inc. except in Florida where the provider is Asurion Florida Warranty Services, Inc. Mr. Rescue: Not available on all rate plans. Directory Assistance: 411 directory assistance calls charged at \$1.25 per call plus airtime or \$1.50 per call plus airtime outside your home area. Additional Information: Limited-time offer at participating locations. Credit approval & approved handset required. \$20 non-refundable activation fee will apply per line. \$200 early termination fee may apply per line. Minutes must be used each month & do not carry over. Rates are not applicable with carriers that cover the Gulf of Mexico, such as Coastel & PetroCom. Offers are subject to the Alltel Terms & Conditions for Communications Services available at any Alltel store or alltel.com. All other product & service marks referenced are the names, trade names, trademarks & logos of their respective owners.

Elltel

1-800-alltel-1 (1-800-255-8351)

alltel.com

Wireless Plans

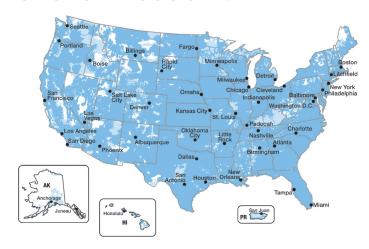








National Freedom_®



- National Freedom Coverage Area† Nationwide Roaming at 59¢ per Minute 40¢ per Minute Long Distance While Roaming
 - No Service Area
- Call Across the Nation.*
- No Roaming or Long-Distance Charges on the Alltel National Freedom Network.

Included Features** Caller ID. Pav-Per-Use Messaging, Basic Voice Mail. Three-Way Calling, No Answer Transfer, Call Forwarding, Call Waiting

Plans	Included Anytime Minutes	Night & Weekend Minutes	Mobile-to- Mobile Minutes	Additional Minute Rate
\$39.99	500	1000	1000	40¢
\$49.99	600	Unlimited	Unlimited	40¢
\$59.99	900	Unlimited	Unlimited	40¢
\$79.99	1350	Unlimited	Unlimited	35¢
\$99.99	2000	Unlimited	Unlimited	25¢
\$149.99	3000	Unlimited	Unlimited	25¢
\$199.99	4000	Unlimited	Unlimited	25¢

Greater Freedom



- Greater Freedom Coverage Area Nationwide Roaming at 59¢ per Minute 40¢ per Minute Long Distance While Roaming No Service Area
- Large Coverage Area.* Lots of Minutes.
- No Roaming or Long-Distance Charges from Greater Freedom Calling Area.

Included Features** Caller ID, Pay-Per-Use Messaging, Basic Voice Mail, Three-Way Calling, No Answer Transfer, Call Forwarding, Call Waiting

Plans	Included Anytime Minutes	Night & Weekend Minutes	Mobile-to- Mobile Minutes	Additional Minute Rate	Nationwide Long Distance From Coverage Area
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\$49.99	1000	Unlimited	Unlimited	40¢	Included
\$59.99	1200	Unlimited	Unlimited	40¢	Included
\$79.99	1600	Unlimited	Unlimited	35¢	Included
\$99.99	2200	Unlimited	Unlimited	25¢	Included
\$149.99	3200	Unlimited	Unlimited	25¢	Included
\$199.99	4200	Unlimited	Unlimited	25¢	Included

Additional charges apply to all rate plans. See back for details.



Share your minutes on select plans \$59.99 and higher. Add up to four lines.

Or add lines for \$20 each on select plans \$49.99 and under.

† National Freedom plans are network-based and not geography-based. You will need to watch your phone's roam indicator to determine whether or not the minutes you are using are included in the plan. The Alltel National Freedom Network covers most U.S. cities. Coverage may not be available in all areas. National Freedom customers calling Puerto Rico coverage area may be subject to long-distance charges.

More to Love

Axcess Messaging Packages

Send and receive text, picture, video or instant messages from your wireless phone.

Messaging Packs

300 Messages

750 Messages \$9.99/mo 1500 Messages \$14.99/mo Unlimited \$24.99/mo 8¢ incoming/outgoing

Additional Messages

Pay-Per-Use

Text Messaging 8¢ incoming/outgoing Picture/Video Messaging 25¢ incoming/outgoing

Picture/video messaging available only on select phones.

Other Axcess^{ss} Services

Mobile Web \$5.99/mo

It's the Internet on your wireless phone. Access real-time stocks, sports, weather, news and more.

Prices Vary Ringtones

Personalize your phone with MusicTones and ringtones from the Top 40, movies, television and more.

Prices Vary

Play the latest sports, video and strategy games right from your phone.

Where available. Axcess-capable phone required. Airtime, text messaging and/or kilobyte charges may apply.

Additional Services

FreeToRoam®

Add 100 FreeToRoam minutes and avoid roaming and

long-distance charges when you travel outside your coverage area. Available on select plans and on shared lines.

Extended Night Minutes

Add two additional hours of talk time a day.

Minutes begin at 7 p.m. and end at 5:59 a.m.

Wireless Handset Protection

Protect your wireless handset against theft, loss, accidental damage and malfunction. For full features, benefits and details see product brochure.

ProductGuard Plus PlatinumGuard[™] Plus

Instant 24/7 access to roadside help when you're stranded.

Phonebook Transfer Service

Let us transfer your wireless phonebook to your new phone in one quick, easy step. Available on select phones. \$10.00

\$5.00/mo

\$7.00/mo

\$3.00/mo

\$10.00/mo

\$7.00/mo

\$5.99/mo

^{*} Maps are a general representation of coverage. They are for illustrative purposes only. Wireless service is subject to limitations and may vary based on system availability and capacity, customer's equipment, terrain, signal strength, buildings, weather and other conditions. Service outside of the Alltel network, although depicted on our maps, is based on information from other carriers or publicly available information, and we cannot guarantee its accuracy. Alltel does not guarantee coverage or service availability.

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Get an automatic one-minute credit for any call dropped on the Alltel network.

anytime Plan
Changes

Change your rate plan whenever you need without extending your contract.



Get unlimited calls between your wireless and home phone on select plans.

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Federal, state and local taxes apply. In addition, Alltel charges a Regulatory Cost Recovery Fee (currently 56¢), a Telecom Connectivity Fee (currently 59¢), federal & state Universal Service Fund fees (both vary by customer usage), and a 911 fee of up to \$1.94 (where 911 service is available). These additional fees may not be taxes or governmentrequired charges and are subject to change. Automatic Minute Back: Automatic oneminute credit provided for any dropped voice call on the Alltel network beginning March 2005. Currently excludes Western Wireless. Not available on prepaid plans. No action is required by the customer to receive the credit. Total dropped calls will be reflected on the current month's billing statement. Dropped calls will not be credited when outside the Alltel network. Program may be discontinued at the discretion of Alltel. Anytime Plan Changes: Does not apply to certain business accounts. Plan changes may not become effective until beginning of your next billing cycle. Unlimited Calls Home: Unlimited Calls Home requires 2 or more lines of wireless service on the same bill. Primary line must be on a select rate plan \$49.99/month or higher that includes unlimited Mobile-to-Mobile minutes. Available to single line accounts for \$5/month. Calls must begin & end in your plan's calling area. Customer's wireless number & designated home number must be in the same geographic area. Plan Details: Usage outside of your calling plan/coverage area is subject to additional roaming, minute & long-distance charges. Nights are Mon-Thurs 9:00pm-5:59am. Weekends are Fri 9:00pm-Mon 5:59am. Mobile-to-Mobile Minutes apply to calls between Alltel wireless customers that begin & end in your plan's calling area. Call forwarding, 411 & voice mail calls excluded. \$9.99 Add Lines: Secondary lines available for \$9.99/month. 1 line must be a primary line of service on select rate plans \$59.99 and higher, with no more than 4 secondary lines at \$9.99/month. 2-year service agreement required for each line in conjunction with a phone promotion. \$20 Add Lines: Secondary lines available for \$20/month with activation of 2 lines of service on qualifying rate plans. 1 line must be a primary line of service, with no more than 4 secondary lines. 2-year service agreement required for each line in conjunction with a phone promotion. Messaging Packages: Airtime charges apply when customer sends or receives a picture or video message. Messages will be saved & delivery attempted for up to three (3) days. Alltel does not guarantee message accuracy, completeness or delivery. Messages are neither monitored nor controlled for content, except for direct communication from Alltel. Your bill will show a summary count of messages received & sent. Only those messages confirmed to be sent or received will be applied to your bill. Messaging detail is currently not available. Text messages are limited to 160 characters per message. Axcess Services: Axcess features only available for use in Alltel digital wireless & roaming partner markets. Ringtone storage varies by phone. Deleted ringtones must be downloaded again for re-use, resulting in an additional charge. By downloading Axcess Apps, customer agrees to the BREW End User License Agreement at alltel.com/axcess. For download questions or problems, call Alltel Customer Service at 1-866-alltel7. Extended Night Minutes: Extended Night Minutes available to new and existing customers on select plans \$39.99 and higher. Any secondary line is eligible but requires an additional \$7/month fee. ProductGuard Plus/PlatinumGuard Plus: The insurance component of ProductGuard or PlatinumGuard products will be underwritten by the Insurance Corporation of Hannover. Asurion Insurance Services, Inc. is the agent and provides claims servicing under these programs. The provider of the coverage for malfunction is Asurion Warranty Services, Inc. except in Florida where the provider is Asurion Florida Warranty Services, Inc. Mr. Rescue: Not available on all rate plans. Directory Assistance: 411 directory assistance calls charged at \$1.25 per call plus airtime or \$1.50 per call plus airtime outside your home area. Additional Information: Limited-time offer at participating locations. Credit approval & approved handset required. \$20 non-refundable activation fee will apply per line. \$200 early termination fee may apply per line. Minutes must be used each month & do not carry over. Rates are not applicable with carriers that cover the Gulf of Mexico, such as Coastel & PetroCom. Offers are subject to the Alltel Terms & Conditions for Communications Services available at any Alltel store or alltel.com. All other product & service marks referenced are the names, trade names, trademarks & logos of their respective owners.

Elltel^{ss}

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alltel.com

Wireless Plans

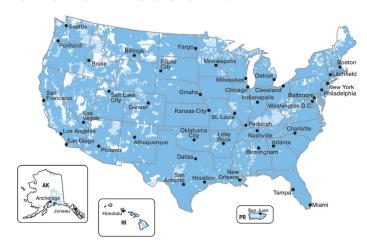








National Freedom_®

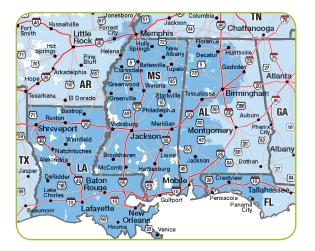


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Add 100 FreeToRoam minutes and avoid roaming and

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Add two additional hours of talk time a day. Minutes begin at 7 p.m. and end at 5:59 a.m.

Wireless Handset Protection

Protect your wireless handset against theft, loss, accidental damage and malfunction. For full features, benefits and

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PlatinumGuard[™] Plus \$7.00/mo \$3.00/mo

Instant 24/7 access to roadside help when you're stranded.

Phonebook Transfer Service

Let us transfer your wireless phonebook to your new phone in one quick, easy step. Available on select phones. \$10.00

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\$10.00/mo

\$7.00/mo

\$5.99/mo

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^{**} All features may not be available in all areas. If not included in your plan, features are available for an additional charge. See sales representative for details.

[†] National Freedom plans are network-based and not geography-based. You will need to watch your phone's roam indicator to determine whether or not the minutes you are using are included in the plan. The Alltel National Freedom Network covers most U.S. cities. Coverage may not be available in all areas. National Freedom customers calling Puerto Rico coverage area may be subject to long-distance charges.

Features & Other Services

Call Waiting	Included
Three-Way Calling	Included
Caller ID Caller ID may be blocked on a per-call basis by pressing *67 before placing the call.	Included
Nationwide Long Distance Pay no long-distance charges for calls placed from the Alltel network to anywhere in the continental U.S.	Included
Voice Mail Minutes are deducted when voice mail messages are left and retrieved. See reverse side for setup instructions.	\$2.00 per month
Axcess SM Text Messaging Packs Send and receive text messages for one low price.	
• 750 messages	\$9.99 PER MONTH
300 messages Customer will be charged 5¢ for every incoming/outgoing message over package plan.	\$5.99 per month
 Pay Per Use 5¢ per incoming/outgoing message 	5¢ PER MESSAG
Directory Assistance Phone number lookup only. No call completion.	\$1.25 PER CALL

Downloadable Ringtones

Go to alltel.com to download ringtones. Compatible phone and minimum \$2 balance required.



All features may not be available in all areas. Federal, state and local taxes, if applicable, will be added to the purchase amount. Axcess features are only available in Alltel digital

Benefits

Your decision to purchase prepaid wireless service allows you to decide when and how much to spend on your wireless communications.

- No monthly bill
- No annual contract
- No credit check
- Ability to block incoming calls
- Ability to limit outgoing calls
- Free Call Waiting
- Free Three-Way Calling
- Free Caller ID
- Free nationwide long distance on calls placed from the Alltel network
- Ability to call Mexico, Canada and Puerto Rico (per-minute rate varies; see your Alltel representative for details)

Voice Mail

Voice Mail Setup

- 1. Call your wireless number from your prepaid phone or from any touch-tone phone.
- 2. When the automated voice answers, interrupt the message by pressing #. If no response, press *.
- 3. You will be asked for a security code. The security code is 9 9 9 9.
- 4. You will then be instructed through each step in setting up your personal security code and greeting.

Using Voice Mail

- 1. Call your wireless number from your prepaid phone or from any touch-tone phone.
- 2. When not calling from your prepaid phone, interrupt the voice mail greeting by pressing #. If no response, press *.
- 3. When prompted, enter your personalized security
- 4. You will be instructed on how to use your voice mail service.

Using your voice mail will reduce your account balance. If you don't set up a voice mail greeting within 60 days, your mailbox will be deleted.

A & C

How Do I Check My Account Balance?

• Press *369, a free call from your wireless phone.

How Do I Replenish My Account?

There are several ways to replenish your prepaid wireless account. The minimum replenishment amount is \$10 cash or \$20 credit card.

- Dial # PAY from your wireless phone and replenish with a credit card.
- Replenish with cash at Western Union® SwiftPav® agent locations (write your 10-digit wireless phone number on the gray SwiftPay form).
- Replenish with cash or credit card at Alltel authorized agent locations.
- Visit us online at alltel.com/myprepaid and replenish with a credit card.
- Purchase replenishment cards at select Wal-Mart®

For a list of replenishment locations nearest you, visit alltel.com and select Store Locator.

How Do I Roam?

- There are no roaming fees for calls made from the Alltel coverage area.
- To roam outside of the Alltel coverage area, a credit card may be used where service is available. Rate per minute varies based on the area from which the call is placed.

If you need additional information, call an Alltel customer service representative at 1-800-alltel1 (1-800-255-8351), or dial **± 6 1 1**, a free call from your wireless phone.



No credit check.

Prepaid Wireless

No monthly bill.











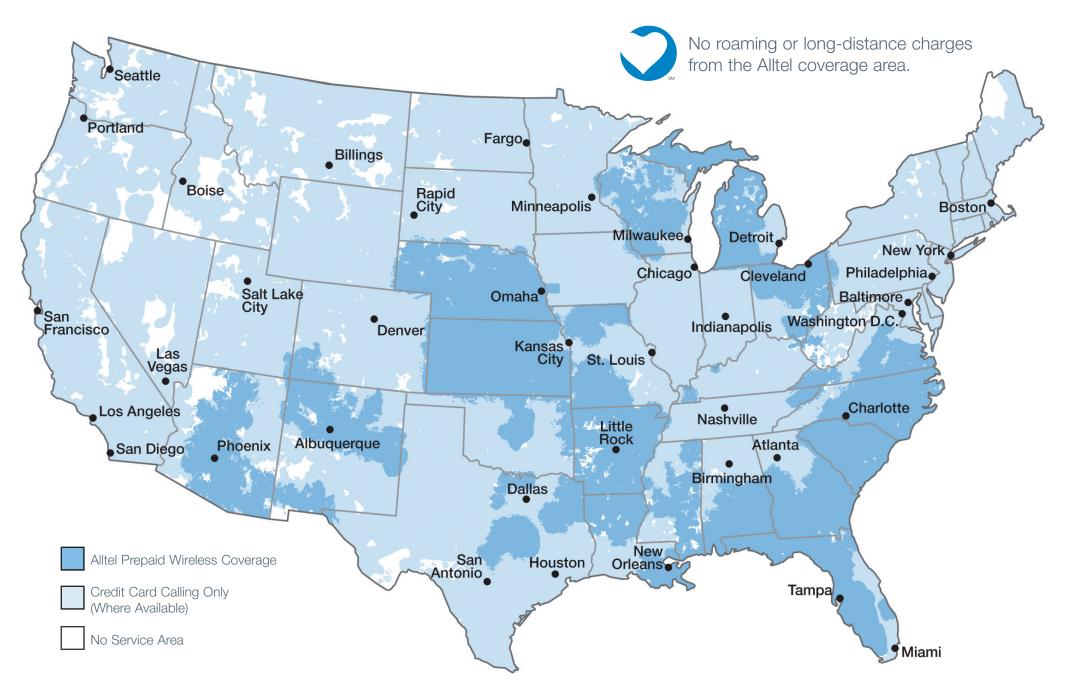
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1-800-alltel1 (1-800-255-8351)

A-PREPAID 06/05

Manage Your Airtime

With Prepaid Wireless Service



Choose the plan that is right for you. Alltel has three prepaid package plans designed to fit your lifestyle, or buy as many minutes as you need with our pay as you go plan.

Prepaid Package Plans

1200 minutes 200 weekday 1000 night & weekend Free Caller ID, Call Waiting & Three-Way Calling	\$29.99 PER MONTH
2400 minutes 400 weekday 2000 night & weekend Free Caller ID, Call Waiting & Three-Way Calling	\$39.99 PER MONTH
3700 minutes 700 weekday 3000 night & weekend Free Caller ID, Call Waiting & Three-Way Calling	\$69.99 PER MONTH
Additional minutes	35¢

You must replenish these rate plans each month in order to ensure continuous service. Weekday minutes are defined as minutes used Monday through Friday from 6:00 a.m. to 9:00 p.m. Night and weekend minutes are defined as minutes used Monday through Thursday from 9:01 p.m. to 5:59 a.m., and 9:01 p.m. Friday to 5:59 a.m. Monday. Usage rounded to the next full minute. Central time zone applies to customers in the upper peninsula of Michigan.

PER MINUTE

Pay As You Go

Buy as many minutes as you need!	25¢
Free Caller ID, Call Waiting & Three-Way Calling	PER MINÚTE
Access fee For every 30-day period a call is not made, the access fee will be deducted from your account balance. Fee waived with one minute of use within a 30-day period.	\$4

Federal, state and local taxes, if applicable, will be added to the purchase amount. A \$35 activation fee will apply.

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